



RECORDATION NO. 19672 FILED 1425

OCT 24 1995 - 3 30 PM

INTERSTATE COMMERCE COMMISSION

October 20, 1995

Interstate Commerce Commission
Room 2311
12th Street & Constitution Avenue, N.W.
Washington, D.C. 20423

RE: One filing requested

Dear Sir/Madam:

Enclosed please find the following document (2 originals) to be filed with the ICC:

Memorandum of Lease, executed 10/1/94 between GATX Third Aircraft Corporation (Lessor),
and CSX Transportation (Lessee).

After filing, please send back one original to my attention at the address on this letterhead.

Our check number 1275, dated 10/20/95 in the amount of \$21.00 is attached to pay the fee.
Please call me at (415)955-3373 should you have any questions. Thank you.

Very truly yours,

GATX CAPITAL CORPORATION

A handwritten signature in black ink, appearing to read "Sheila A. Stetson", written over a horizontal line.

Sheila A. Stetson
Contract Administrator

Encls.

cc: CSX, #3336, corresp.

LICENSING DIVISION
OCT 24 3 31 PM '95



Interstate Commerce Commission
Washington, D.C. 20423-0001

10/24/95

Office Of The Secretary

Sheila A. Stetson
Contract Administrator
GATX CAPITAL CORPORATION
Four Embarcadero Center, Ste. 2200
San Francisco, CA. 94111

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/24/95 at 3:35PM, and assigned recordation number(s). 19677.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

(0100825087)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with document filed on the date shown. This receipt is issued for the amount paid and in no way indicate acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



19677
 RECORDATION NO. _____ FILED 1425
 OCT 24 1995 - 3 35 PM
 MISSOURI STATE COMMERCE COMMISSION

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 MISSOURI STATE COMMERCE COMMISSION

MEMORANDUM OF LEASE

This MEMORANDUM OF LEASE is executed to be effective as of October 1, 1994 between GATX THIRD AIRCRAFT CORPORATION ("LESSOR") and CSX TRANSPORTATION, INC., ("LESSEE").

WITNESSETH

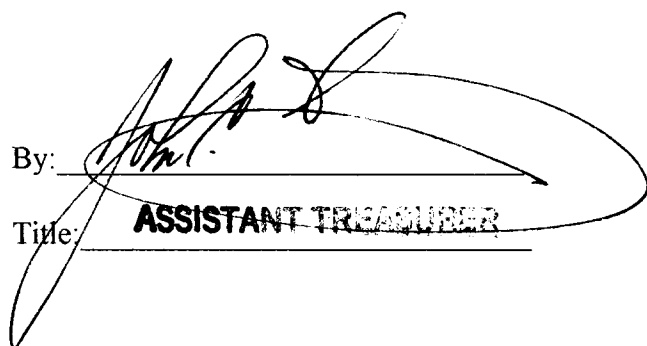
Lessee and Lessor have entered into a certain Lease of Railroad Equipment dated as of October 1, 1994, (the "Lease"), whereunder Lessee has leased from Lessor and Lessor has leased to Lessee 7 General Electric Model C-30-7 locomotives, Road Numbers 7025-7031 and 27 General Motors Corporation SD-40-2 locomotives, Road Numbers 8040-8066 for a five year term beginning October 1, 1994 and expiring October 1, 1999. ✓

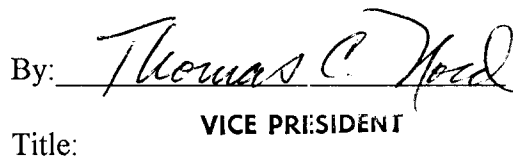
This Memorandum of Lease has been executed and delivered by Lessee and Lessor for the purpose of recording and giving notice of the Lease.

IN WITNESS WHEREOF, the parties have executed this instrument as of the date first above written.

LESSEE: CSX TRANSPORTATION, INC.

LESSOR: GATX THIRD AIRCRAFT CORPORATION

By: 
 Title: **ASSISTANT TREASURER**

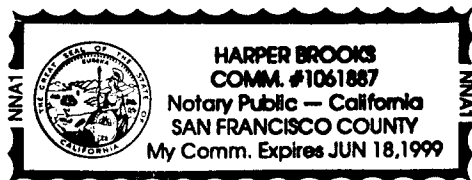
By: 
 Title: **VICE PRESIDENT**

State of California)
County of San Francisco)

On August 23, 1995 before me, Harper Brooks, Notary Public, personally appeared Thomas C. Nord, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

Harper Brooks
Notary Public



State of Florida)
County of Duval)

On August 29, 1995 before me, Howard Michael Lee, Notary Public, personally appeared John C. Eccleston, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

Howard Michael Lee
Notary Public

